

BUSINESS LAW SECTION

CORPORATIONS COMMITTEE

COMMITTEE MEETING AGENDA FOR FEBRUARY 2, 2001

**Los Angeles
Friday, February 2, 2001
9:30 a.m.**

I ADMINISTRATIVE MATTERS

1. Opening Remarks and Announcements: Lucas/Stansell · Sacramento meeting -- March 2
2. Approval of Minutes of January 5, 2001 Meeting: Pike

II. LIAISONS' REPORT AND DISCUSSION

3. Securities and Exchange Commission: Tyson
4. NASD: Harasym
5. Department of Corporations: Thompson
6. BLS Executive Committee Liaison
7. Liaisons to Other Committees: Cyberspace Law (Piazza); Corporate Law Departments (Lyon); Partnerships & LLCs (Crandall); UCC (Dyer).

III. PENDING LEGISLATION/AFFIRMATIVE LEGISLATIVE PROPOSALS

8. Corporate Name Change Without Shareholder Approval: Hamburger
9. 25102(f) "Reasonable Belief" Proposal: Fitzpatrick
10. Corporate Conversions: Stansell
11. 25102(o) Notice Filing: Graeser
12. Report of Legislative Liaison: Pike

IV. POTENTIAL AFFIRMATIVE LEGISLATIVE PROPOSALS

13. Section 710 Sunset on Supermajority Approvals: Pike/Farman
14. Technical Corrections: Fitzpatrick

- (a) 25103(h) Dissenters' Rights
- (b) 301.5 "National Association Quotation System"
- (c) 25118(a)(2) Financial Statements "and/or"

15. Share Repurchases Under Sections 500, 408: Crandall/Weiser

V. WEB SITE PROJECTS

- 16. Web Site Update: Caplan
- 17. Posting of Law Firm Communications/Advisories to Clients: Lyon/Sato
- 18. Recent Developments Page: Tonsfeldt

VI. OTHER PROJECTS

- 19. Opinion Task Force: Crandall/Tonsfeldt/Lucas
- 20. Educational Activities: Walther · Annual Meeting topic due 2/9
- 21. Secretary of State Fax and Electronic Filings: Dravis
- 22. Franchise Tax Board Expedited Tax Clearance: Dravis
- 23. Proposed Department of Corporations Rule to exempt certain general partners of venture capital funds from investment advisor registration: Farman/Graeser
- 24. *Guide to Organizing a California Corporation*: Lyon/Cheatham/Stansell
- 25. *Business Law News* Articles:
 - (a) Encryption: Martin
 - (b) Electronic Signatures: Piazza
 - (c) Recent Legislation: Walther
- 26. California Insider Trading Law: Bishop
- 27. New 25102(o) regulations: Graeser/Stansell

VII. PRACTICE ISSUES/NEW BUSINESS

- 28. Section 1600(a): Right of 1% shareholders to obtain shareholder list
- 29. Delaware LLC Act ?18-215: limited liability among series of interests arks and announcements: Lucas/Stansell

